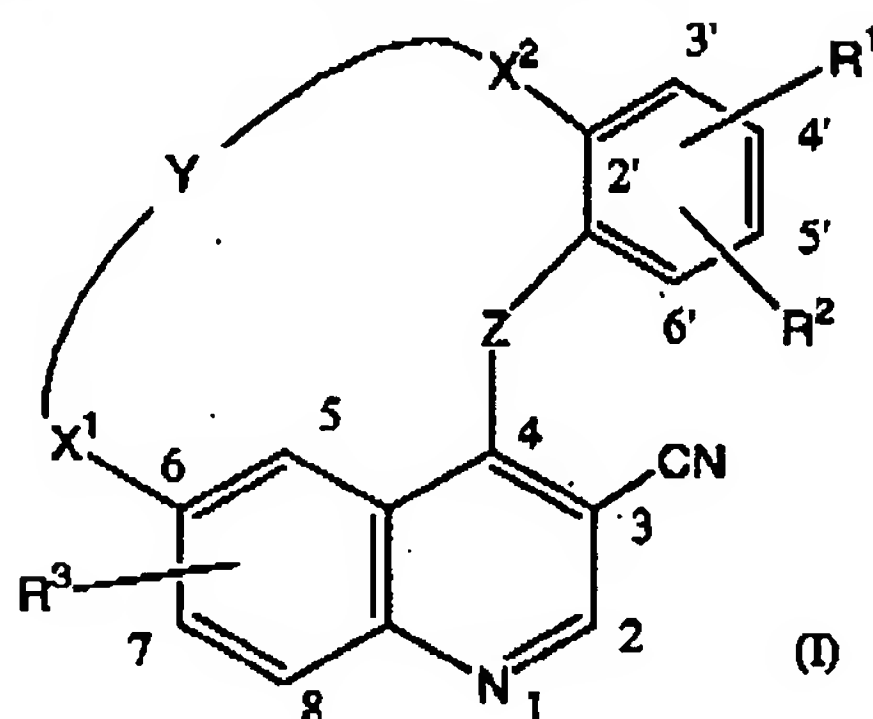


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Listing of Claims:

This listing of claims replaces all prior versions, and listings, of claims in the captioned application.

1. (currently amended) A compound having the formula



the *N*-oxide forms, the pharmaceutically acceptable addition salts and the stereochemically isomeric forms thereof, wherein

Z represents Θ , NH or S ;

Y represents ~~C₂ alkyl, C₃ alkenyl, C₁₋₅ alkyl oxy C₁₋₅ alkyl,~~

~~-C₁₋₅alkyl-NR¹²-C₁₋₅alkyl-, C₁₋₅alkyl-NR¹³-CO-C₁₋₅alkyl-,~~~~C₁₋₆alkyl CO NR¹⁴, C₁₋₆alkyl, C₁₋₆alkyl CO NH, C₁₋₆alkyl NH CO,~~~~CO NH C₁₋₆alkyl, NH CO C₁₋₆alkyl, CO C₁₋₆alkyl, C₁₋₆alkyl CO,~~~~$$\text{C}_{1-6}\text{-alkyl-CO-C}_{1-6}\text{-alkyl, C}_{1-2}\text{-alkyl-NH-CO-CH}_2\text{R}^{15}\text{-NH;}$$~~

~~X¹ represents a direct bond, O, O-C₁₋₂alkyl, CO, CO-C₁₋₂alkyl, NR¹⁰,~~

 ~~$\text{NR}^{10}\text{-C}_{1-2}\text{alkyl}, \text{NR}^{16}\text{-CO}, \text{NR}^{16}\text{-CO-C}_{1-2}\text{alkyl}, \text{O N=CH or C}_{1-2}\text{alkyl};$~~

~~X² represents a direct bond, O, O-C₁₋₂alkyl, CO, CO-C₁₋₂alkyl, NR¹¹,~~

~~$$\text{NR}^{11}\text{-C}_{1-20}\text{alkyl, NR}^{17}\text{-CO, NR}^{17}\text{-CO-C}_{1-20}\text{alkyl, Het}^{20}\text{-C}_{1-20}\text{alkyl, O-N=CH or C}_{1-20}\text{alkyl;}$$~~

R¹ represents hydrogen, cyano, halo, hydroxy, formyl, C₁₋₆alkoxy-, C₁₋₆alkyl-,

C₁₋₆alkoxy- substituted with halo,

C₁₋₄alkyl substituted with one or where possible two or more substituents selected from hydroxy or halo;

R^2 represents hydrogen, cyano, halo, hydroxy, hydroxycarbonyl-, Het^{16} -carbonyl-,

C_{1-4} alkyloxycarbonyl-, C_{1-4} alkylcarbonyl-, aminocarbonyl-,

mono- or di(C_{1-4} alkyl)aminocarbonyl-, Het^1 , formyl, C_{1-4} alkyl-, C_{2-6} alkynyl-,

C_{3-6} cycloalkyl-, C_{3-6} cycloalkyloxy-, C_{1-6} alkoxy-, Ar^5 , Ar^1 -oxy-, dihydroxyborane,

C_{1-6} alkoxy- substituted with halo,

C_{1-4} alkyl substituted with one or where possible two or more substituents selected from halo, hydroxy or NR^4R^5 ,

C_{1-4} alkylcarbonyl- wherein said C_{1-4} alkyl is optionally substituted with one or where possible two or more substituents selected from hydroxy or C_{1-4} alkyl-oxy-;

R^3 represents hydrogen, hydroxy, Ar^3 -oxy, Ar^4 - C_{1-4} alkyloxy-, C_{1-4} alkyloxy-,

C_{2-4} alkenyloxy- optionally substituted with Het^{12} or R^3 represents C_{1-4} alkyloxy substituted with one or where possible two or more substituents selected from

C_{1-4} alkyloxy-, hydroxy, halo, Het^2 -, $-NR^6R^7$ -, carbonyl- NR^8R^9 or Het^3 -carbonyl-;

R^4 and R^5 are each independently selected from hydrogen or C_{1-4} alkyl;

R^6 and R^7 are each independently selected from hydrogen, C_{1-4} alkyl, Het^8 , aminosulfonyl-, mono- or di (C_{1-4} alkyl)-aminosulfonyl, hydroxy- C_{1-4} alkyl-,

C_{1-4} alkyl-oxy- C_{1-4} alkyl-, hydroxycarbonyl- C_{1-4} alkyl-, C_{3-6} cycloalkyl, Het^9 -carbonyl- C_{1-4} alkyl-, Het^{10} -carbonyl-, polyhydroxy- C_{1-4} alkyl-, Het^{11} - C_{1-4} alkyl- or Ar^2 - C_{1-4} alkyl-;

R^8 and R^9 are each independently selected from hydrogen, C_{1-4} alkyl, C_{3-6} cycloalkyl, Het^4 , hydroxy- C_{1-4} alkyl-, C_{1-4} alkyloxy- C_{1-4} alkyl- or polyhydroxy- C_{1-4} alkyl-;

~~R^{10} represents hydrogen, C_{1-4} alkyl, Het^5 , Het^6 - C_{1-4} alkyl-, C_{2-4} alkenylcarbonyl- optionally substituted with Het^7 - C_{1-4} alkylaminocarbonyl-, C_{2-4} alkenylsulfonyl-,~~

~~C_{1-4} alkyloxy- C_{1-4} alkyl- or phenyl optionally substituted with one or where possible two or more substituents selected from hydrogen, hydroxy, amino or C_{1-4} alkyloxy-;~~

~~R^{11} represents hydrogen, C_{1-4} alkyl, C_{1-4} alkyl-oxy-carbonyl-, Het^{12} , Het^{13} - C_{1-4} alkyl-,~~

~~C_{2-4} alkenylcarbonyl- optionally substituted with Het^{14} - C_{1-4} alkylaminocarbonyl-,~~

~~C_{2-4} alkenylsulfonyl-, C_{1-4} alkyloxy- C_{1-4} alkyl- or phenyl optionally substituted with one or where possible two or more substituents selected from hydrogen, hydroxy, amino or C_{1-4} alkyloxy-;~~

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R^{12} represents hydrogen, C_{1-4} alkyl, Het^{13} , $Het^{14}-C_{1-4}$ alkyl- or phenyl optionally substituted with one or where possible two or more substituents selected from hydrogen, hydroxy, amino or C_{1-4} alkyloxy-;

~~R^{13} and R^{14} are each independently selected from hydrogen, C_{1-4} alkyl, $Het^{15}-C_{1-4}$ alkyl- or C_{1-4} alkyloxy C_{1-4} alkyl-;~~

~~R^{15} represents hydrogen or C_{1-4} alkyl optionally substituted with phenyl, indolyl, methylsulfide, hydroxy, thiol, hydroxyphenyl, aminocarbonyl, hydroxycarbonyl, amine, imidazolyl or guanidino;~~

~~R^{16} and R^{17} are each independently selected from hydrogen, C_{1-4} alkyl, $Het^{21}-C_{1-4}$ alkyl- or C_{1-4} alkyloxy C_{1-4} alkyl-;~~

Het^1 represents a heterocycle selected from piperidinyl, morpholinyl, piperazinyl, furanyl, pyrazolyl, dioxolanyl, thiazolyl, oxazolyl, imidazolyl, isoxazolyl, oxadiazolyl, pyridinyl or pyrrolidinyl wherein said Het^1 is optionally substituted amino, C_{1-4} alkyl, hydroxy- C_{1-4} alkyl-, phenyl, phenyl- C_{1-4} alkyl-,

C_{1-4} alkyl-oxy- C_{1-4} alkyl- mono- or di(C_{1-4} alkyl)amino- or amino-carbonyl-;

Het^2 represents a heterocycle selected from morpholinyl, piperazinyl, piperidinyl, pyrrolidinyl, thiomorpholinyl or dithianyl wherein said Het^2 is optionally substituted with one or where possible two or more substituents selected from hydroxy, halo, amino, C_{1-4} alkyl-, hydroxy- C_{1-4} alkyl-, C_{1-4} alkyl-oxy- C_{1-4} alkyl-, hydroxy- C_{1-4} alkyl-oxy- C_{1-4} alkyl-, mono- or di(C_{1-4} alkyl)amino-,

mono- or di(C_{1-4} alkyl)amino- C_{1-4} alkyl-, amino C_{1-4} alkyl-,

mono- or di(C_{1-4} alkyl)amino-sulfonyl-, aminosulfonyl-;

Het^3 , Het^4 and Het^8 each independently represent a heterocycle selected from morpholinyl, piperazinyl, piperidinyl, furanyl, pyrazolyl, dioxolanyl, thiazolyl, oxazolyl, imidazolyl, isoxazolyl, oxadiazolyl, pyridinyl or pyrrolidinyl wherein said Het^3 , Het^4 or Het^8 is optionally substituted with one or where possible two or more substituents selected from hydroxy-, amino-, C_{1-4} alkyl-,

C_{3-6} cycloalkyl- C_{1-4} alkyl-, aminosulfonyl-, mono- or di(C_{1-4} alkyl)aminosulfonyl or amino- C_{1-4} alkyl-;

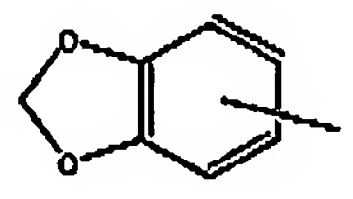
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~~Het⁵ represent a heterocycle selected from pyrrolidinyl or piperidinyl wherein said Het⁵ optionally substituted with one or where possible two or more substituents selected from C₁₋₄alkyl, C₃₋₆cycloalkyl, hydroxy-C₁₋₄alkyl, C₁₋₄alkyloxy-C₁₋₄alkyl or polyhydroxy-C₁₋₄alkyl;~~

~~Het⁶ and Het⁷ each independently represent a heterocycle selected from morpholinyl, pyrrolidinyl, piperazinyl or piperidinyl wherein said Het⁶ and Het⁷ are optionally substituted with one or where possible two or more substituents selected from C₁₋₄alkyl, C₃₋₆cycloalkyl, hydroxy-C₁₋₄alkyl, C₁₋₄alkyloxy-C₁₋₄alkyl or polyhydroxy-C₁₋₄alkyl;~~

Het⁹ and Het¹⁰ each independently represent a heterocycle selected from furanyl, piperidinyl, morpholinyl, piperazinyl, pyrazolyl, dioxolanyl, thiazolyl, oxazolyl, imidazolyl, isoxazolyl, oxadiazolyl, pyridinyl or pyrrolidinyl wherein said Het⁹ or Het¹⁰ is optionally substituted C₁₋₄alkyl, C₃₋₆cycloalkyl-C₁₋₄alkyl- or amino-C₁₋₄alkyl-;

Het¹¹ represents a heterocycle selected from indolyl or



Het¹² represents a heterocycle selected from morpholinyl, piperazinyl, piperidinyl, pyrrolidinyl, thiomorpholinyl or dithianyl wherein said Het¹² is optionally substituted with one or where possible two or more substituents selected from hydroxy, halo, amino, C₁₋₄alkyl-, hydroxy-C₁₋₄alkyl-, C₁₋₄alkyl-oxy-C₁₋₄alkyl-, hydroxy-C₁₋₄alkyl-oxy-C₁₋₄alkyl-, mono- or di(C₁₋₄alkyl)amino- or mono- or di(C₁₋₄alkyl)amino-C₁₋₄alkyl-;

Het¹³ represent a heterocycle selected from pyrrolidinyl or piperidinyl wherein said Het¹³ is optionally substituted with one or where possible two or more substituents selected from C₁₋₄alkyl, C₃₋₆cycloalkyl, hydroxy-C₁₋₄alkyl-, C₁₋₄alkyloxy-C₁₋₄alkyl or polyhydroxy-C₁₋₄alkyl-;

Het¹⁴ represent a heterocycle selected from morpholinyl, pyrrolidinyl, piperazinyl or piperidinyl wherein said Het¹⁴ is optionally substituted with one or where possible two or more substituents selected from C₁₋₄alkyl, C₃₋₆cycloalkyl, hydroxy-C₁₋₄alkyl-, C₁₋₄alkyloxy-C₁₋₄alkyl or polyhydroxy-C₁₋₄alkyl-;

~~Het¹⁵ and Het²¹ each independently represent a heterocycle selected from morpholinyl, pyrrolidinyl, piperazinyl or piperidinyl wherein said heterocycles are optionally substituted with one or where possible two or more substituents selected from C₁₋₄alkyl, C₃₋₆cycloalkyl,~~

~~hydroxy-C₁₋₄alkyl;~~~~C₁₋₄alkyloxy-C₁₋₄alkyl or polyhydroxy-C₁₋₄alkyl;~~

Het¹⁶ represent a heterocycle selected from morpholinyl, pyrrolidinyl, piperazinyl, 1,3,2-dioxaborolane or piperidinyl wherein said heterocycle is optionally substituted with one or more substituents selected from C₁₋₄alkyl; and

~~Het¹⁷ represent a heterocycle selected from pyrrolidinyl or piperidinyl wherein said Het¹⁷ is optionally substituted with one or where possible two or more substituents selected from C₁₋₄alkyl, C₃₋₆cycloalkyl, hydroxy-C₁₋₄alkyl, C₁₋₄alkyloxy-C₁₋₄alkyl or polyhydroxy-C₁₋₄alkyl;~~

~~Het¹⁸ and Het¹⁹ each independently represent a heterocycle selected from morpholinyl, pyrrolidinyl, piperazinyl or piperidinyl wherein said Het¹⁸ and Het¹⁹ are optionally substituted with one or where possible two or more substituents selected from C₁₋₄alkyl, C₃₋₆cycloalkyl, hydroxy-C₁₋₄alkyl, C₁₋₄alkyloxy-C₁₋₄alkyl or polyhydroxy-C₁₋₄alkyl;~~

~~Het²⁰ represents a heterocycle selected from pyrrolidinyl, 2-pyrrolidinyl, piperidinyl, piperazinyl, morpholinyl, imidazolyl or pyrazolidinyl wherein said Het²⁰ is optionally substituted with one or where possible two or more substituents selected from C₁₋₄alkyl, C₃₋₆cycloalkyl, hydroxy-C₁₋₄alkyl, C₁₋₄alkyloxy-C₁₋₄alkyl or polyhydroxy-C₁₋₄alkyl; and~~

Ar¹, Ar², Ar³, Ar⁴ and Ar⁵ each independently represent phenyl optionally substituted with cyano, C₁₋₄alkylsulfonyl-, C₁₋₄alkylsulfonylamino-, aminosulfonylamino-, hydroxy-C₁₋₄alkyl, aminosulfonyl-, hydroxy-, C₁₋₄alkyloxy- or C₁₋₄alkyl.

2. (Currently Amended) A compound according to claim 1 wherein;

~~Z represents NH;~~

~~Y represents C₂₋₉alkyl, C₂₋₉alkenyl, C₁₋₅alkyl oxy C₁₋₅alkyl,~~

~~C₁₋₅alkyl NR¹²-C₁₋₅alkyl, C₁₋₅alkyl NR¹³-CO-C₁₋₅alkyl, C₁₋₆alkyl NH-CO,~~

~~CO-C₁₋₇alkyl, C₁₋₇alkyl CO or C₁₋₆alkyl CO-C₁₋₆alkyl;~~

~~X¹ represents O, O-C₁₋₂alkyl, O-N-CH, NR¹⁶-CO, NR¹⁶-CO-C₁₋₂alkyl, NR¹⁰ or~~

~~NR¹⁰-C₁₋₂alkyl; in a particular embodiment X¹ represents O, O-CH₂, NR¹⁰ or~~

~~NR¹⁰-C₁₋₂alkyl;~~

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~~X² represents a direct bond, O, O-C₁₋₂alkyl, O-N=CH, Het²⁰-C₁₋₂alkyl, C₁₋₂alkyl, NR¹⁷-CO, NR¹⁷-CO-C₁₋₂alkyl, NR¹¹ or NR¹¹-C₁₋₂alkyl; in a particular embodiment X² represents a direct bond, O-N=CH, NR¹¹-C₁₋₂alkyl, -NR¹¹-CH₂, Het²⁰-C₁₋₂alkyl, NR¹⁷-CO, NR¹⁷-CO-C₁₋₂alkyl-C₁₋₂alkyl, -O-C₁₋₂alkyl, O or O-CH₂;~~

R¹ represents ~~hydrogen, cyano, halo or hydroxy, preferably halo;~~

R² represents hydrogen, cyano, halo, hydroxy, hydroxycarbonyl-, C₁₋₄alkyloxycarbonyl-, Het¹⁶-carbonyl-, C₂₋₆alkynyl-, Ar⁵ or Het¹;

In a further embodiment R² represents hydrogen, cyano, halo, hydroxy, C₂₋₆alkynyl- or Het¹;

R³ represents hydrogen, hydroxy, C₁₋₄alkyloxy-, Ar⁴-C₁₋₄alkyloxy or R³ represents C₁₋₄alkyloxy substituted with one or where possible two or more substituents selected from C₁₋₄alkyloxy- or Het²-;

~~R¹⁰ represents hydrogen, C₁₋₄alkyl or C₁₋₄alkyl-oxy-carbonyl;~~

~~R¹¹ represents hydrogen, C₁₋₄alkyl or C₁₋₄alkyl-oxy-carbonyl;~~

R¹² represents Het¹⁴-C₁₋₄alkyl, in particular morpholinyl-C₁₋₄alkyl;

~~R¹⁶ represents hydrogen, C₁₋₄alkyl, Het²¹-C₁₋₄alkyl or C₁₋₄alkyl-oxy-C₁₋₄alkyl; in particular R¹⁶ represents hydrogen or C₁₋₄alkyl;~~

~~R¹⁷ represents hydrogen, C₁₋₄alkyl, Het²¹-C₁₋₄alkyl or C₁₋₄alkyl-oxy-C₁₋₄alkyl; in particular R¹⁶ represents hydrogen or C₁₋₄alkyl;~~

Het¹ represents thiazolyl optionally substituted amino, C₁₋₄alkyl, hydroxy-C₁₋₄alkyl-, phenyl, phenyl-C₁₋₄alkyl-, C₁₋₄alkyl-oxy-C₁₋₄alkyl- mono- or di(C₁₋₄alkyl)amino- or amino-carbonyl;

Het² represents a heterocycle selected from morpholinyl, piperazinyl, piperidinyl or pyrrolidinyl wherein said Het² is optionally substituted with one or where possible two or more substituents selected from hydroxy, amino or C₁₋₄alkyl-;

Het¹⁴ represents a heterocycle selected from morpholinyl, piperazinyl, piperidinyl or pyrrolidinyl wherein said Het¹⁴ is optionally substituted with one or where possible two or more substituents selected from hydroxy, amino or C₁₋₄alkyl-;

Het¹⁶ represents a heterocycle selected from piperidinyl, morpholinyl or pyrrolidinyl;

~~Het²⁰ represents a heterocycle selected from pyrrolidinyl, 2-pyrrolidinyl or piperidinyl;~~

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~~Het²¹ represents a heterocycle selected from morpholinyl, piperazinyl, piperidinyl or pyrrolidinyl
wherein said Het²¹ is optionally substituted with one or where possible two or more
substituents selected from hydroxy, amino or C₁₋₄alkyl;~~

Ar⁴ represents phenyl optionally substituted with cyano, hydroxy-, C₁₋₄alkyloxy or
C₁₋₄alkyl; and

Ar⁵ represents phenyl optionally substituted with cyano, hydroxy, C₁₋₄alkyloxy or
C₁₋₄alkyl.

3. (Currently Amended) A compound according to claim 1 wherein;

~~Z represents NH;~~

~~Y represents C₃₋₆alkyl, C₁₋₆alkyl NR¹², C₁₋₆alkyl, C₁₋₆alkyl NR¹³, CO C₁₋₆alkyl,
C₁₋₆alkyl NH CO or CO NH C₁₋₆alkyl;~~

~~X¹ represents a direct bond, NR¹⁰, NR¹⁰ C₁₋₂alkyl, NR¹⁰ CH₂, C₁₋₂alkyl,
O C₁₋₂alkyl, O or O CH₂;~~

~~X² represents a O, NR¹⁴, NR¹⁷ CO, NR¹⁷ CO C₁₋₂alkyl or Het²⁰ C₁₋₂alkyl;~~

R¹ represents hydrogen or halo;

R² represents hydrogen, cyano, halo, hydroxycarbonyl-, C₁₋₄alkyloxycarbonyl-,
Het¹⁶-carbonyl- or Ar⁵;

R³ represents hydrogen, hydroxy, C₁₋₄alkyloxy-, Ar⁴-C₁₋₄alkyloxy or R³ represents
C₁₋₄alkyloxy substituted with one or where possible two or more substituents selected from
C₁₋₄alkyloxy- or Het²-;

~~R¹⁰ represents hydrogen;~~

~~R¹¹ represents hydrogen, C₁₋₄alkyl or C₁₋₄alkyl oxy carbonyl;~~

~~R¹² represents Het¹⁴ C₁₋₄alkyl, in particular morpholinyl C₁₋₄alkyl;~~

~~R¹³ represents hydrogen;~~

~~R¹⁷ represents hydrogen;~~

Het² represents a heterocycle selected from morpholinyl, piperazinyl, piperidinyl or pyrrolidinyl
wherein said Het² is optionally substituted with one or where possible two or more
substituents selected from hydroxy, amino or C₁₋₄alkyl-;

Het¹⁴ represents morpholinyl;

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Het¹⁶ represents a heterocycle selected from morpholinyl or pyrrolidinyl;

~~Het²⁰ represents pyrrolidinyl or piperidinyl;~~

Ar⁴ represents phenyl; and

Ar⁵ represents phenyl optionally substituted with cyano.

4. (previously presented) A compound according to claim 1, wherein the R¹ substituent is at position 4', the R² substituent is at position 5' and the R³ substituent at position 7 of the structure of formula (I).

5.-7. (Cancelled)

8. (previously presented) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and, as active ingredient, an effective kinase inhibitory amount of a compound as described in claim 1.

9.-12 (cancelled)